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Atorneys for Defendants  
HSBC MORTGAGE CORPORATION (USA) AND  
HSBC BANK USA, N.A.

UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN FRANCISCO DIVISION

Philip Wong, Frederic Chaussy, and Leslie Marie Shearn, individually, on behalf of all others similarly situated, and on behalf of the general public,

## Plaintiffs,

v.

HSBC Mortgage Corporation (USA);  
HSBC Bank USA, N.A.; and DOES 1  
through 50, inclusive.

#### **Defendants.**

Case No. C 07 2446 MMC [ECF]

**DECLARATION OF HELEN KUJAWA IN  
SUPPORT OF DEFENDANTS'  
OPPOSITION TO PLAINTIFFS' MOTION  
FOR CONDITIONAL CERTIFICATION,  
PRODUCTION OF UPDATED CLASS  
LIST, AND PARTIAL SUMMARY  
JUDGMENT**

Date: February 8, 2008  
Time: 9:00 a.m.  
Courtroom: 7 (19th Floor)  
Judge: Hon. Maxine M. Chesney

Complaint Filed: June 29, 2007 (Amended)  
Trial Date: Not Yet Set

1 I, Helen Kujawa, hereby declare and state:

2 1. I have personal knowledge of the facts set forth below. If called as a witness,  
 3 I could and would testify to the following:

4 2. I have been employed by HSBC Bank USA, National Association (including  
 5 its predecessors) since the year 1991. Although my corporate title since that time has changed, I was  
 6 at all times employed in the Corporate Secretarial Office. My present title is Corporate Secretary.  
 7 My job duties include maintaining corporate minutes, board resolutions, and other matters  
 8 concerning corporate governance and record keeping involving HSBC USA Inc. and all of its  
 9 subsidiaries. It is that experience that permits me to state the facts in this declaration.

10 3. HSBC Bank USA, N.A. ("HSBC Bank") and HSBC Mortgage Corporation  
 11 (USA) ("HSBC Mortgage") are separate corporations. HSBC Bank is a National Bank duly  
 12 organized and existing under the laws of the United States of America having its headquarters in the  
 13 state of Delaware, and HSBC Mortgage is incorporated in the State of Delaware.

14 4. HSBC Bank and HSBC Mortgage do not have common directors. Each  
 15 company has a separate board of directors. No director of HSBC Bank is a director of HSBC  
 16 Mortgage, and visa versa.

17 5. In addition to each having their own Board of Directors, the two companies  
 18 each have separate and different Articles of Incorporation and Bylaws.

19 I declare under penalty of perjury under the laws of the United States of America that  
 20 the foregoing declaration is true and correct to the best of my personal knowledge.

21 Executed this 17th day of January 2008, in Buffalo, New York

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 23 \_\_\_\_\_

24 Helen Kujawa